

DOUG KAPLAN
KIRKLAND & ELLIS LLP
153 E. 53rd Street
New York, NY 10022
Telephone: (212)446-4800
Facsimile: (212)446-4900

Attorneys for Plaintiff, Ameriprise Financial, Inc.

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

Ameriprise Financial, Inc.,

Plaintiff,

- against -

OppenheimerFunds Distributor, Inc.,

Defendant.

Case No.

07 CIV 8451

ECF Case

COMPLAINT

Plaintiff Ameriprise Financial, Inc. ("Ameriprise"), by its attorneys, hereby files its Complaint against Defendant OppenheimerFunds Distributor, Inc. ("Oppenheimer"), demands a jury trial, and alleges as follows:

THE PARTIES

1. Plaintiff Ameriprise is a corporation organized and existing under the laws of Delaware, having its principal place of business at 55 Ameriprise Financial Center, Minneapolis, Minnesota 55474.
2. Ameriprise is a provider of investment and financial advisory products and services.
3. Defendant Oppenheimer is a corporation organized and existing under the laws of New York, having its principal place of business at Two World Financial Center, 225 Liberty Street, New York, NY 10281-1008.

4. Oppenheimer is a provider of investment and financial advisory products and services.

NATURE OF THIS ACTION

5. This is a civil action for infringement of U.S. Copyright Registration No. TXu 1-289-710. This action arises under the Copyright Laws of the United States, 17 U.S.C. § 101, et. seq.

JURISDICTION AND VENUE

6. This Court has jurisdiction over this subject matter pursuant to 28 U.S.C. §§ 1331 and 1338(a).

7. Venue is proper in this judicial district pursuant to 28 U.S.C. §§ 1391(b) and (c), and 1400(a).

FACTUAL ALLEGATIONS

Ameriprise's Copyrighted Work

8. Beginning in 2004, Ameriprise developed its original *Dream > Plan > Track* [®] approach to financial planning. In conjunction with this approach, Ameriprise created *The Dream Book* (Ex. A), a guide to help investors visualize and plan for their retirement by looking beyond the numbers and thinking about their retirement dreams and goals first.

9. Ameriprise has invested tens of millions of dollars in the development and advertising of *The Dream Book* since 2004.

10. More than one million copies of *The Dream Book* have been distributed to the general public and the investment and financial advisory service communities through Ameriprise's various web sites and third-party distribution relationships. *The Dream Book* has become a featured component of Ameriprise's advertising strategy.

11. Ameriprise's *The Dream Book* has been a stunning success: it has been well-

received by Ameriprise's clients and prospective clients, and has generated significant buzz in the investment and financial advisory industries.

12. To protect its valuable interest in *The Dream Book*, Ameriprise registered the mark, DREAM BOOK, at the United States Patent and Trademark Office (U.S. Trademark Reg. No. 3211931) and duly registered the literary work, *The Dream Book*, in the United States Copyright Office. The Register of Copyrights issued a Certificate of Registration (U.S. Copyright Reg. No. TXu 1-289-710) for *The Dream Book* on March 15, 2006. (Ex. B.)

13. *The Dream Book* contains copyrightable subject matter under the laws of the United States.

14. Ameriprise is the sole owner of all right, title and interest in and to *The Dream Book*.

15. By the end of 2005, nearly 100% of the more than 10,000 Ameriprise Financial Advisors had been made aware of *The Dream Book* and approximately 170,000 copies had been ordered. In January 2006, *The Dream Book* became a centerpiece of Ameriprise's advertising strategy, which, in February 2006, included television advertising in pilot markets. In April 2006, *The Dream Book* was featured in Ameriprise's annual report. Due to its popularity, *The Dream Book* became the centerpiece of Ameriprise's national television advertising campaigns. By June 2, 2006, more than 560,000 copies of *The Dream Book* had been shipped and several third-party publications contained articles referencing *The Dream Book*. As of the date of this Complaint, Ameriprise has circulated more than one million copies of *The Dream Book*. Publicly distributed copies of *The Dream Book* bear a notice of copyright. (See Ex. A at back cover.)

Oppenheimer's Infringement of the Copyrighted Work

16. On information and belief, Oppenheimer had access to, or a reasonable opportunity to view, *The Dream Book* based on the nationwide circulation of the guide, Ameriprise's advertising, and third-party industry commentary related thereto.

17. On information and belief, Oppenheimer had notice of Ameriprise's copyright.

18. After Ameriprise's pioneering development and wide circulation of *The Dream Book*, Oppenheimer began to distribute a pamphlet entitled, "Envision Your Retirement" (Ex. C), which has recently been renamed "Picture Your Retirement" (hereinafter referred to as "Envision Your Retirement"). The Oppenheimer Envision Your Retirement pamphlet is substantially similar to Ameriprise's copyrighted work, *The Dream Book*, including the plot, theme, dialogue, mood, setting, pace, characters, and sequence of events.

19. Oppenheimer prepared the Envision Your Retirement pamphlet after having had access to, or a reasonable opportunity to view, *The Dream Book*.

20. Oppenheimer's pamphlet was widely circulated to distributors of Oppenheimer's products, their clients and prospective clients via third-party publications, including the April 2007 edition of boomer™ Market Advisor magazine. (Ex. D.)

21. On information and belief, Oppenheimer has also distributed copies of the infringing publication via additional print publications and through its network of third-party distributors of its products.

22. Ameriprise has never authorized or condoned any of the aforesaid acts of Oppenheimer.

23. Oppenheimer's infringing activities are continuing, and such activities, both past and present, constitute willful, knowing, and intentional infringement of Ameriprise's copyright.

24. Because of Oppenheimer's wrongful activity, Ameriprise has suffered and will continue to suffer substantial loss and damages.

COUNT I - COPYRIGHT INFRINGEMENT

25. Ameriprise incorporates by reference the allegations of each of paragraphs 1-24 above as though fully set forth herein.

26. The aforesaid acts of Oppenheimer constitute willful, knowing, and intentional copyright infringement in violation of Ameriprise's rights under the Copyright Laws of the United States, 17 U.S.C. § 101, *et seq.*

PRAYER FOR RELIEF

WHEREFORE, Ameriprise respectfully requests that the Court:

1. Enter judgment that Oppenheimer has infringed Ameriprise's copyright;
2. Permanently enjoin and restrain Oppenheimer, its agents, officers, servants, employees, representatives, distributors, attorneys and all other persons in active concert or participation with them or any of them, from directly or indirectly infringing Ameriprise's copyright by enjoining Oppenheimer under 17 U.S.C. § 502 from:
 - (a) Reproducing, manufacturing, displaying, advertising, promoting, selling or offering for sale, or otherwise distributing copies of Oppenheimer's *Envision Your Retirement* pamphlet and any other materials derived therefrom;
 - (b) Creating any derivative work from Ameriprise's *The Dream Book* in any form whatsoever; and
 - (c) Taking any other action likely to cause confusion, mistake or deception as to the source or origin of Ameriprise's *The Dream Book* and/or Oppenheimer's *Envision Your Retirement* pamphlet.
3. Order Oppenheimer to pay Ameriprise:

- (a) Ameriprise's actual damages and Oppenheimer's profits attributable to infringement pursuant to 17 U.S.C. § 504(b), or statutory damages for each infringement of Ameriprise's copyright that the Court finds the Defendant has committed pursuant to 17 U.S.C. §§ 504(c)(1) or 504(c)(2); and
- (b) Attorneys' fees and costs of suit pursuant to 17 U.S.C. § 505;
- (c) Pre- and post-judgment interest on the damages assessed; and
- (d) Such damages as to the Court shall appear proper under the Copyright Laws of the United States.

4. Order Oppenheimer to take immediate steps and exercise due diligence to recall from all clients, customers, distributors, wholesalers, jobbers, dealers, retailers, manufacturers, advertisers, investment advisors and all others known to Oppenheimer, any and all copies of the Envision Your Retirement pamphlet;

5. Order Oppenheimer to deliver up for impoundment all copies of the Envision Your Retirement pamphlet in its possession or under its control pursuant to 17 U.S.C. § 503(a);

6. Order the destruction of all copies of the Envision Your Retirement pamphlet pursuant to 17 U.S.C. § 503(b); and

7. Grant Ameriprise such other and further relief as is just.

DEMAND FOR JURY TRIAL

Ameriprise demands a jury trial of any and all issues properly triable by a jury in this action.

Dated: September 28, 2007

Respectfully submitted,



Jeanne M. Heffernan (JH 5708)
KIRKLAND & ELLIS LLP
153 E. 53rd Street
New York, NY 10022
Telephone: (212)446-4800
Facsimile: (212)446-4900

Barry F. Irwin, P.C.
David W. Higer
KIRKLAND & ELLIS LLP
200 East Randolph Drive
Chicago, Illinois 60601
Tel: (312) 861-2000
Fax: (312) 861-2200

**Attorneys for Plaintiff Ameriprise
Financial, Inc.**

EXHIBIT A

The Dream BookSM

Planning Beyond the Numbers

The Personal Advisors of
Ameriprise
Financial



The future belongs to those who believe in the beauty of their dreams.
Eleanor Roosevelt



Envision the possibilities.

Joining the Peace Corps, opening a coffee shop, learning to play the piano, biking across Tuscany, relaxing. Retirement isn't the end — it's a new beginning. It's like being 18 again and discovering what you want to do after high school. It's a time to grow, explore and embark on new adventures — **ask yourself, "What could I do next?"**

Planning for retirement has traditionally been about numbers. How much do you have? How much will you need? How long will your money last? Today, there is a new way to plan for retirement. And it starts with you and your dreams.

Don't get us wrong. There's still a lot of math involved in retirement planning. And we're really good at that because we are the company that helped pioneer financial planning more than 30 years ago. We are guided by the financial planning process defined by the Certified Financial Planner Board of Standards, Inc. and have more financial planning clients than anyone else.* We see both the science and the art of retirement planning. Through a comprehensive approach, an Ameriprise financial advisor can help you turn your dreams into reality.

According to our groundbreaking *New Retirement Mindscape*SM study,** we know that vision and planning are as important as money in achieving retirement fulfillment.

That's why our retirement planning process starts with and revolves around you. We will help you define your dreams, develop your plan and track your progress to help you build a vision for your retirement.

By clearly articulating your unique dreams, you are taking the first step toward making them a reality. And once you share your vision with your Ameriprise financial advisor, the right analytical tools can be used to help you achieve your goals with confidence.

*Based on the number of financial planning clients disclosed by firms in Item 5H of form ADV, Part 1, available at sec.gov.

**Conducted by Ameriprise Financial in cooperation with Age Wave and Harris Interactive.

**People who write down
their dreams are much
more likely to achieve them.
This guide is the first step
to help you think about
your dreams and which
ones are most important.
From there, we can work
together to help make
your vision of retirement
come to life.**

What's next.SM

Sit down by yourself or with your loved ones, enjoy a cup of coffee and start to envision your future. Consider what you've learned from others who have retired.

What have you seen that you wish to achieve?

What do you want to avoid?

What's your vision?

- ▶ Spending time with family and friends
- ▶ Going back to school
- ▶ Doing volunteer work
- ▶ Starting a new business
- ▶ Staying healthy and fit
- ▶ Traveling

It's not just about return on investments, it's about return on life.

Anonymous

What do you most look forward to doing?

What would you most like to do if you had more time or resources? Use your imagination to create the possibilities for your future. Does anything stand out as most important?

Hobbies – restoring an old car, designing and making quilts, gardening, writing a novel

Volunteer work – building homes for the homeless, volunteering for a political party, teaching people to read

Learning – going back to school, learning another language, getting your pilot's license

Career – starting a new business, becoming a consultant or coach, continuing the work you love

Relaxing and enjoying life – reflecting, reading, quiet time

Top 10 retirement businesses

1. Antique/collectible restoration
2. Bakery, artisan bread bakery
3. Coach (life, executive, transition, career)
4. Dog grooming
5. Freelance commercial writer
6. Lifestyle magazine entrepreneur (mystery shopper, survey taker, car tester)
7. Minister
8. Motivational speaker
9. Professional organizer
10. Virtual assistant (provides administrative support and other specialized services via fax, phone, internet)

These jobs capitalize on your life and work experience, offer flexibility and have low overhead.

Source: *Too Young to Retire: 101 Ways to Start the Rest of Your Life* (Plume 2004)

Who do you want to spend more time with?

The loss of social connections at work is the most unforeseen challenge of retirement. It's important to take an active role in building and maintaining your support network of friends, family and acquaintances. For the people you wish to visit, consider how you plan to travel and how long you'll stay.

Spouse or partner – consider new activities you may try together

Trends for people ages 50–59*

- ▶ 66% want a community lifestyle
- ▶ 54% desire a warmer climate
- ▶ 50% plan to buy a new home
- ▶ 47% want to stay within three hours of family

Family – how far away are your parents, children and grandchildren?

Friends – how do you hope to entertain and remain socially active?

New friends – how will you meet new people? (consider classes, clubs and organizations)

*Source: 2005 Pulte Homes®/Harris Interactive® Baby Boomer study



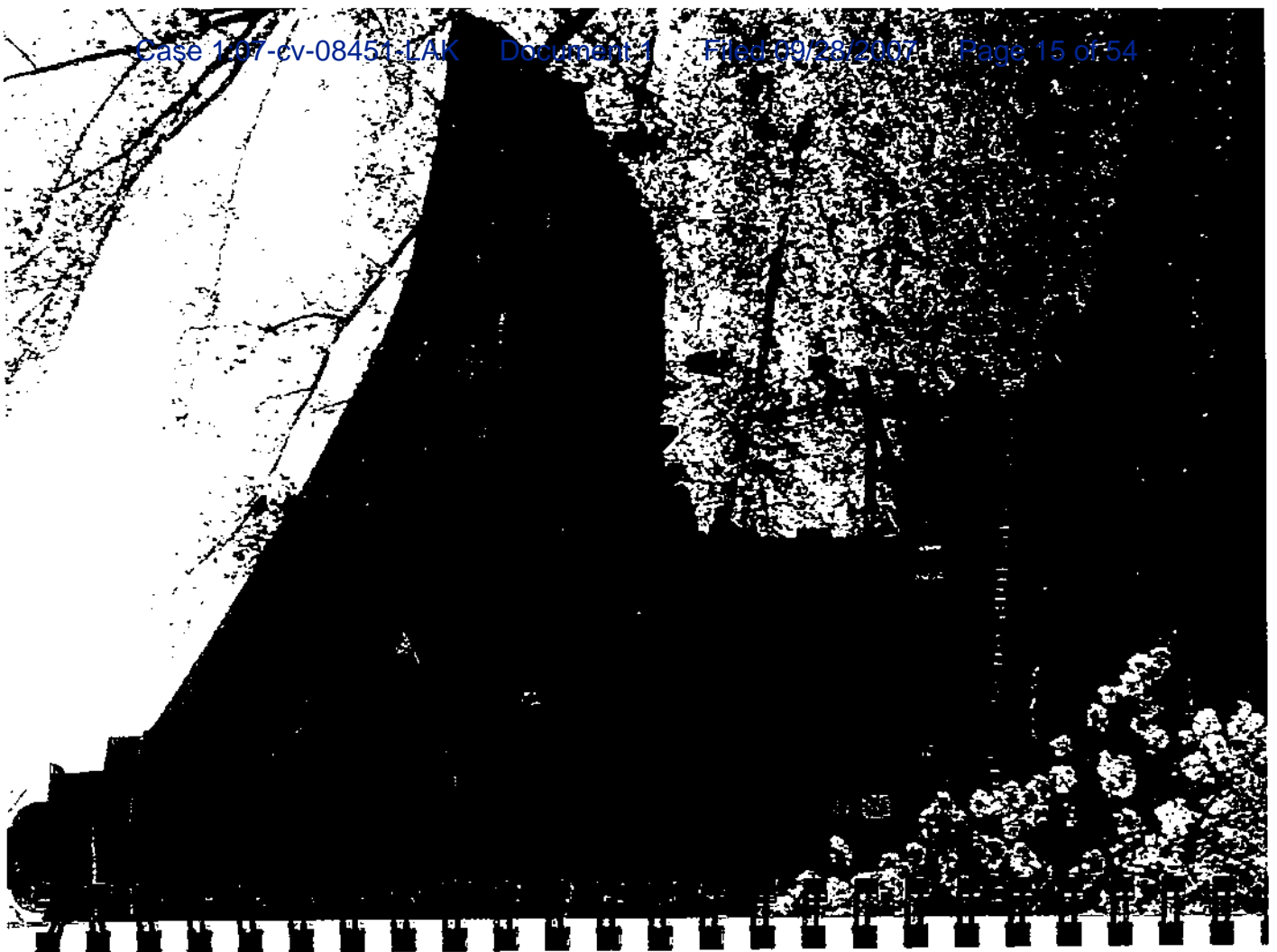
Where do you dream of going?

Destination – U.S., overseas, historical sites, trace your roots, visit friends or family

How do you want to travel? – motor home, car, bicycle, motorcycle, plane

How much traveling do you want to do?
– number of trips each year, duration

Who do you want to travel with? – spouse or partner, friends, children, tour groups



Average vacation costs

Destination	Source	Low	High
African Safari	AfricaDreamSafari.com	\$7,953	\$14,551
Alaskan Cruise	CarlsonTravel.com	\$2,903	\$13,124
Italy Tour	CarlsonTravel.com	\$3,601	\$4,903
Fl. Myers, FL	NWAWorldVacations.com	\$1,584	\$3,738
Jackson Hole, WY	HobbitTravel.com	\$2,986	\$4,640

All prices are for two people and include air, hotel and land packages (8/05).

Where do you see yourself living?

Where you want to live is an important part of the picture. Do you want to be part of a community? Do you want to try a new climate or lifestyle? Do you want to live in multiple locations?

Stay in the area – loft in the city, current home, smaller/maintenance-free home

Move closer to family – spend time with children, grandchildren or parents

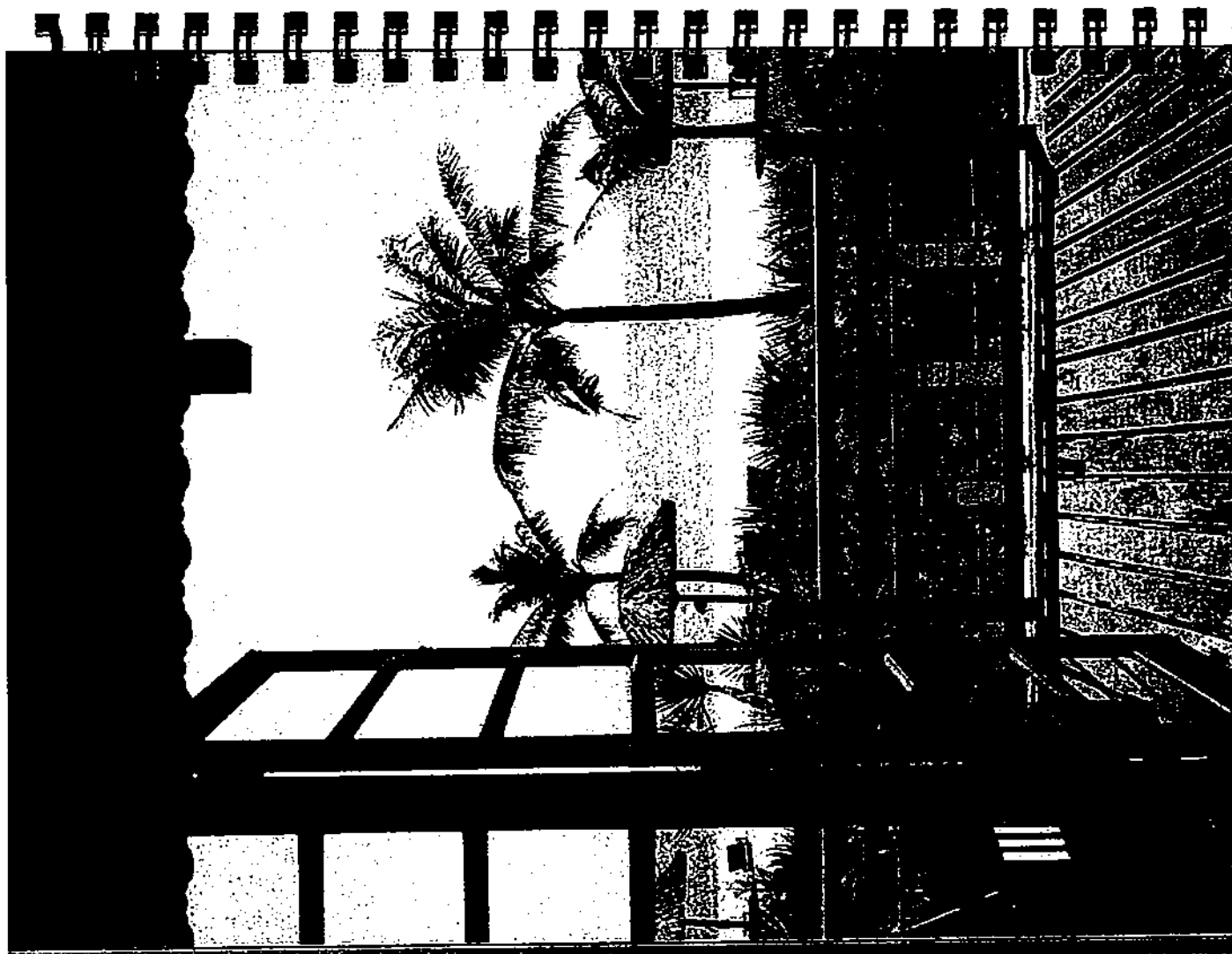
Change your lifestyle – simplify life, live abroad, on the go

Relocate near activities you love – vacation home, learning community, active outdoor setting

Retirement. Where?

- ▶ 70% close to family
- ▶ 54% close to water
- ▶ 50% close to parks
- ▶ 44% mixed age community
- ▶ 36% close to colleges
- ▶ 30% a big city
- ▶ 19% close to college
- ▶ 18% country club
- ▶ 16% retirement community

•Source: Rethinking Retirement, Roper Reports, Roper ASW, 2003



How do you intend to stay healthy and active?

Your lifestyle is changing. Think about this in broad terms, including mental and physical health, a healthy soul and a nurturing environment.

Physical fitness – health club, personal trainer, walking, golf, exercise videos

Mental fitness – classes, concerts, playing chess or bridge, writing a book, meditation

Health care – health insurance, medical help lines, Medicare, long-term care, prescription drugs

Did you know?*

An American family with two adults age 65 or older has a 50% chance of living to age 85 and a 25% chance of living to age 92.

*Source: Annuity 2000 Mortality Table; Society of Actuaries



How do you want to make your lasting mark?

What do you want your legacy to be?
Remember, legacy doesn't necessarily mean money. It may also mean the values or lessons you've learned. It's what's important to you -- what you want to pass on to others.

Family -- children, siblings, parents, friends, pets

Schools -- your alma mater, your family members' schools

Charities or causes -- food shelves, shelters, the arts

Spirituality -- your place of worship

Medical/scientific organizations -- research or treatment for diseases that affect you or those close to you



From dreams to reality.

Congratulations, if you've made it this far, you're already putting your money to work for you. The next step is to make sure you're getting the most out of your money.

There are four key areas to consider when it comes to retirement planning: **1. Withdrawal rates.** **2. Withdrawal rates.** **3. Withdrawal rates.** **4. Withdrawal rates.**

1. Withdrawal rates

2. Withdrawal rates

3. Withdrawal rates

4. Withdrawal rates

Remember your time and money. Your time is your most valuable asset. Your money is your most valuable asset. Your time is your most valuable asset. Your money is your most valuable asset.

How long will your money last?

Here is how long your savings could last, if you made the following monthly withdrawals from your nest egg. You can use this as a guide to help determine your retirement income strategies. How closely does this align with your expectations and needs?

Amount saved for retirement:	You can withdraw this much each month for:		
	10 years	20 years	50 years
\$50,000	\$400	\$225	\$150
\$100,000	\$800	\$450	\$300
\$150,000	\$1,200	\$675	\$450
\$200,000	\$1,600	\$900	\$600
\$250,000	\$2,000	\$1,125	\$750
\$500,000	\$4,000	\$2,250	\$1,500
\$750,000	\$6,000	\$3,375	\$2,250
\$1,000,000	\$8,000	\$4,500	\$3,000
\$2,000,000	\$16,000	\$9,000	\$6,000

Withdrawal rates shown are based on an average pre-tax rate of return of 9.6% and blended tax rate of 20%. Annual rate of withdrawal assumptions (as a percentage of savings): 10-year projection - 9.6%; 20-year projection - 5.4%; 50-year projection - 3.6%. Withdrawal rates are based on a 75% likelihood of success for an investor. Success is defined as meeting your income need every year of the projection, adjusted for inflation. Average pre-tax rate of return is hypothetical and is not representative of the actual rate of return you would experience. Blended tax rate is determined by dividing an investor's total tax liability by their total income. Consult with your tax advisor about your personal situation as your holdings and blended tax rate will likely differ from this illustration. We do not provide tax advice.

Your advisor can help you understand the options available to you, so you can feel more informed and comfortable with your decisions.

Turn your dreams into goals.

You may find the following format useful in getting more specific about your most important dreams. First, write out each dream using the STAR technique (Specific, Timely, Actionable, Relevant). Then prioritize your dreams and work with your Americanprise financial advisor to develop your plan and track your progress along the way.

Dream #1

(S) What do you want to achieve? Be specific.

(T) By when? Set a deadline.

How much will it cost?

(A) What action steps do you need to take?

1)

2)

3)

4)

(R) To keep yourself on track, why is it relevant?

Dream #1

(S) What do you want to achieve? Be specific. Host a family reunion on a seven-day Alaskan cruise. Invite Grandma, Mom, Dad, Grandma Pat, Nathan, James, Judy, Shawn, Ellie, Kelly, Bob, Grandma, and Sue.

(T) By when? Set a deadline. Spring 2007.

How much will it cost? \$12,000 - \$17,000

(A) What action steps do you need to take?

1) Talk to a travel agent to determine how much it will cost for 12 people.

2) Determine overall budget: cruise, family shirts, \$100 spending money.

3) Talk to our insurance financial advisor about how to achieve this dream in relation to our daily living expenses in retirement.

4) To keep yourself on track, why is it relevant?

To create family memories that we can hold on to for the rest of our lives.

Give our children and grandchildren an opportunity they could not otherwise afford.

Dream #3

(S) What do you want to achieve? Be specific.

(T) By when? Set a deadline.

How much will it cost?

(A) What action steps do you need to take?

- 1)
- 2)
- 3)
- 4)

(R) To keep yourself on track, why is it relevant?

Dream #2

(S) What do you want to achieve? Be specific.

(T) By when? Set a deadline.

How much will it cost?

(A) What action steps do you need to take?

- 1)
- 2)
- 3)
- 4)

(R) To keep yourself on track, why is it relevant?

Planning for Your Dreams Worksheet

you may also find the "Training on Your Own Terms" Worksheet useful in creating the overall picture of the dreams you hope to achieve.

Planning for Your Dreams Worksheet

Dream/Goal	One-time costs		Ongoing costs			Start date
	Cost	Year needed	Cost per year	# of years		
Travel to see kids			\$10,000	15	2007	
Cabin	\$40,000	2007	\$15,000	15	2007	
College for grandkids		2010	\$50,000	8	2010	
Boat	\$40,000	2010				
Family cruise to Alaska	\$12,000	2007	\$12,000	1	2005	

What's next.SM

Now that you've completed your Dream Book, you are one step closer to making your dreams a reality. At this point, you have envisioned the possibilities for your future and defined and prioritized your goals. Are you ready to take the next step?

- Call your financial advisor to help turn your dreams into goals with financial solutions.
- To find an advisor, call **1-800-AMERIPRISE** or visit **ameriprise.com**.
- Reevaluate your situation regularly as your dreams may change over time.



1-800-AMERIPRISE
ameriprise.com

Investments and financial advisory services are available through
Ameriprise Financial Services, Inc., Member NASD and SIPC.
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DB282062 A (4/06)

EXHIBIT B

Certificate of Registration



This Certificate issued under the seal of the Copyright Office in accordance with title 17, United States Code, attests that registration has been made for the work identified below. The information on this certificate has been made a part of the Copyright Office records.

Marybeth Peters

Register of Copyrights, United States of America

Form TX
For a Non-dramatic Literary Work
UNITED STATES COPYRIGHT OFFICE

REGISTRATION NUMBER

TXu1-289-710



Mar 15 2006
Mar Day Year

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

1

TITLE OF THIS WORK ▼
"THE DREAM BOOK"

PREVIOUS OR ALTERNATIVE TITLES ▼

PUBLICATION AS A CONTRIBUTION If this work was published as a contribution to a periodical, serial, or collection, give information about the collective work in which the contribution appeared. Title of Collective Work ▼

If published in a periodical or serial give: Volume ▼ Number ▼ Issue Date ▼ On Page ▼

2

NAME OF AUTHOR ▼
a Ameriprise Financial Inc.

DATES OF BIRTH AND DEATH
Year Born ▼ Year Died ▼

Was this contribution to the work a "work made for hire"?
☒ Yes
☐ No

AUTHOR'S NATIONALITY OR DOMICILE
Name of Country
OR
Citizen of: USA
Domiciled in: USA

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK
Anonymous? ☐ Yes ☒ No
Pseudonymous? ☐ Yes ☒ No

NOTE

Under the law, the "author" of a "work made for hire" is generally the employer, not the employee (see Instructions). For any part of this work that was "made for hire" check "Yes" in the space provided, give the employer (or other person for whom the work was prepared) as "Author" of that part, and leave the space for dates of birth and death blank.

NATURE OF AUTHORSHIP Briefly describe nature of material created by this author in which copyright is claimed. ▼
Brochure

NAME OF AUTHOR ▼
b Carole Kilpela

DATES OF BIRTH AND DEATH
Year Born ▼ Year Died ▼

Was this contribution to the work a "work made for hire"?
☐ Yes
☒ No

AUTHOR'S NATIONALITY OR DOMICILE
Name of Country
OR
Citizen of: USA
Domiciled in: USA

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK
Anonymous? ☐ Yes ☒ No
Pseudonymous? ☐ Yes ☒ No

NATURE OF AUTHORSHIP Briefly describe nature of material created by this author in which copyright is claimed. ▼
Brochure

NAME OF AUTHOR ▼
c

DATES OF BIRTH AND DEATH
Year Born ▼ Year Died ▼

Was this contribution to the work a "work made for hire"?
☐ Yes
☒ No

AUTHOR'S NATIONALITY OR DOMICILE
Name of Country
OR
Citizen of: USA
Domiciled in: USA

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK
Anonymous? ☐ Yes ☒ No
Pseudonymous? ☐ Yes ☒ No

NATURE OF AUTHORSHIP Briefly describe nature of material created by this author in which copyright is claimed. ▼

3

YEAR IN WHICH CREATION OF THIS WORK WAS COMPLETED
a 2005

DATE AND NATION OF FIRST PUBLICATION OF THIS PARTICULAR WORK
b Complete this information ONLY if this work has been published. Month: September Day: 15 Year: 2005
USA

4

See Instructions before completing this space.

COPYRIGHT CLAIMANT(S) Name and address must be given even if the claimant is the same as the author given in space 2. ▼

Ameriprise Financial Inc.
589 Ameriprise Financial Center
Minneapolis, MN 55474

TRANSFER If the claimant(s) named here in space 4 is (are) different from the author(s) named in space 2, give a brief statement of how the claimant(s) obtained ownership of the copyright. ▼

Assignment from Carole Kilpela to Ameriprise Financial dated 03/09/2006

APPLICATION RECEIVED
MAR 15 2006
ONE DEPOSIT RECEIVED

TWO DEPOSITS RECEIVED
MAR 15 2006
FUNDS RECEIVED

MORE ON BACK ▶ • Complete all applicable spaces (numbers 1-4) on the reverse side of this page.
• See detailed Instructions. • Sign the form at the 1.

DO NOT WRITE HERE
Page 1 of _____ pages

EXAMINED BY <i>AT</i>	FORM TX
CHECKED BY <i>AT</i>	
<input type="checkbox"/> CORRESPONDENCE	FOR
Yes	COPYRIGHT
	OFFICE
	USE
	ONLY

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

PREVIOUS REGISTRATION Has registration for this work, or for an earlier version of this work, already been made in the Copyright Office?

☐ Yes ☒ No If your answer is "Yes," why is another registration being sought? (Check appropriate box.) ▼a. ☐ This is the first published edition of a work previously registered in unpublished form.b. ☐ This is the first application submitted by this author as copyright claimant.c. ☐ This is a changed version of the work, as shown by space 6 on this application.

If your answer is "Yes," give: Previous Registration Number ▶

Year of Registration ▶

5

DERIVATIVE WORK OR COMPILED

Preexisting Material Identify any preexisting work or works that this work is based on or incorporates. ▼

a 6

See instructions
before completing
this space.

Material Added to This Work Give a brief, general statement of the material that has been added to this work and in which copyright is claimed. ▼

b

DEPOSIT ACCOUNT If the registration fee is to be charged to a Deposit Account established in the Copyright Office, give name and number of Account.

Name ▼

Account Number ▼

a 7

CORRESPONDENCE Give name and address to which correspondence about this application should be sent. Name/Address/Apt./City/State/ZIP ▼

J. Rick Tache, Snell & Wilmer L.L.P.
One Arizona Center, 400 E. Van Buren Street
Phoenix, AZ 85004-2202

b

Area code and daytime telephone number ▶ 602-382-6545

Fax number ▶ 602-382-6070

E-mail ▶ rtache@swilaw.com

CERTIFICATION I, the undersigned, hereby certify that I am the

Check only one ▶

☐ author☐ other copyright claimant☐ owner of exclusive right(s)☒ authorized agent of Ameriprise Financial Inc.

of the work identified in this application and that the statements made by me in this application are correct to the best of my knowledge.

Name of author or other copyright claimant, or owner of exclusive right(s) &

8

Typed or printed name and date ▼ If this application gives a date of publication in space 3, do not sign and submit it before that date.

J. Rick Tache

Date ▶ 03/09/2006

Handwritten signature (X) ▼

X

Certificate
will be
mailed in
window
envelope
to this
address:

Name ▼	J. Rick Tache, Snell & Wilmer L.L.P.
Number/Street/Apt. ▼	One Arizona Center, 400 E. Van Buren Street
City/State/ZIP ▼	Phoenix, AZ 85004-2202

• Complete all necessary options
• Sign your application in space 8

1. Application form
2. Nonrefundable filing fee in check or money
order payable to Registrar of Copyrights
3. Deposit material

Library of Congress
Copyright Office - TX
101 Independence Avenue, S.E.
Washington, D.C. 20540-4070

For an added fee, we will mail the certificate to you in a separate envelope. Check the box if you want this service.

9

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EXHIBIT C

Envision Your Retirement



OppenheimerFunds[®]
The Right Way to Invest

Imagine the Possibilities

A solid retirement income plan, developed in partnership with your financial advisor, is essential to achieving a financially secure retirement.

Before you start looking at the numbers, however, it's important to take some time and simply *imagine* what your retirement might look like. Considering the less tangible aspects of retirement will help prioritize your goals. It can also lead to more open and honest conversations with your advisor—ultimately resulting in a better financial plan for you.

To facilitate this process, OppenheimerFunds offers this unique workbook, *Envision Your Retirement*. It asks a series of questions designed to help define your attitudes and expectations surrounding retirement. Whether you fill out the workbook at home in preparation for a meeting with your financial advisor, or you and your advisor fill it out together, *Envision Your Retirement* will help guide you through this important first step of retirement income planning. Once you have a clearer idea of your goals, your advisor will help you through the next step: assessing the likelihood of meeting them. To do so, he or she may use our innovative planning software, Retirement Income Manager.SM The program provides a sophisticated forecast of the probability of meeting retirement goals, and offers alternative strategies that may increase your prospects for success.

But, for now, work through the questions on the pages that follow. We believe you'll find *Envision Your Retirement* an invaluable retirement planning resource.

Keep a Broad View

Consider some of the major aspects of your life in retirement. These can play an important role in your future lifestyle, the activities you pursue and your overall well-being.

- Take a minute to reminisce about some of your life's most enjoyable memories. Which of these would you like to try to get back to when you retire?

- Think about where you'll live when you retire. Describe what changes you envision compared to where you currently live

- What feelings do you have about possibly working in retirement?

41% of retirees said they worked at some time in retirement or are currently employed.

Source of data: OppenheimerFunds' Investing for Retirement survey, 11/04.

- How do you think you and your spouse/significant other may be affected if you don't retire at the same time?

- Imagine a retirement that you can live completely on your own terms. Describe some of the ways you can make this happen

- Place a check in the box that best describes how comfortable you are with your current financial situation. Then discuss the reasons why you selected this box

Comfort Level

☐ I am very comfortable with my financial situation.

☐ I am somewhat comfortable with my financial situation.

☐ I am not comfortable with my financial situation.

See It as Your Time

The working years often require sacrifices, whether it's working late, missing a son or daughter's soccer game, or cutting short a family vacation. Retirement is your time! You can now put your interests first and have the freedom to pursue the activities that are most important to you.

- **Imagine it's your first day of retirement. How old do you think you'll be and what are three things you'd like to do during your first year of total freedom?**

[illegible]

- Take some time to think about the activities you'd like to pursue when you retire. To help visualize your "ideal retirement," list them in the table below and guess how much you might spend on each activity (\$: low, \$\$: medium, \$\$\$: high). Complete the chart by prioritizing the activities in terms of their importance to you

1. The first step in the process is to identify the problem or issue that needs to be addressed. This involves gathering information and understanding the context of the problem.

A large majority of both non-retirees and retirees report that they either expect to live, or are currently living, a comfortable lifestyle in retirement.

Source of data: OppenheimerFunds' Investing for Retirement survey, 11/04.

Retirement Activities

[illegible]

While more than half of retirees report retiring before age 60, less than one in seven non-retirees plan to retire before that age.

Source of data: OppenheimerFunds' Investing for Retirement survey, 11/04.

Stay Healthy and Happy

Given the host of medical innovations, Americans are living longer lives. As a result, you'll want to consider how you'll maintain your health, as it can go a long way to having a happy and fulfilling retirement.

- Describe how you feel about your current physical and mental health

- Think about some of the ways you can remain physically and mentally healthy in retirement. What would they include?

- The average life expectancy in the U.S. is almost 78 years.¹ Describe how you believe you can continue to live a vibrant and fulfilling life in the latter stages of your retirement

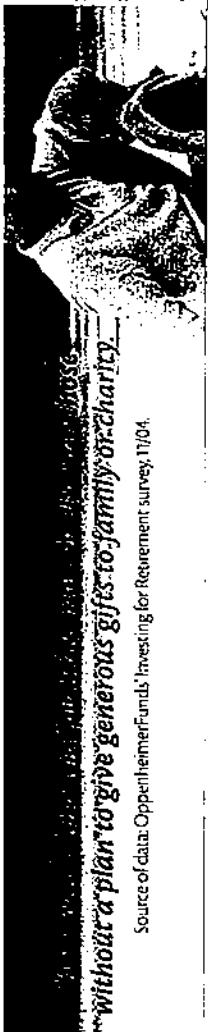
1. Source of data: National Center for Health Statistics, National Vital Statistics Reports, Vol. 53, No. 15, February 28, 2005.

Leave a Lasting Impression

Each day, you have the opportunity to make a difference in the lives of your loved ones and support the causes you most care about. You may also have the ability to leave a lasting legacy in the decades to come.

- Think about the charities and causes that are important to you. Describe which ones you'd like to support with your time, talents and financial resources when you retire

- How would you like to be remembered by your family and friends?

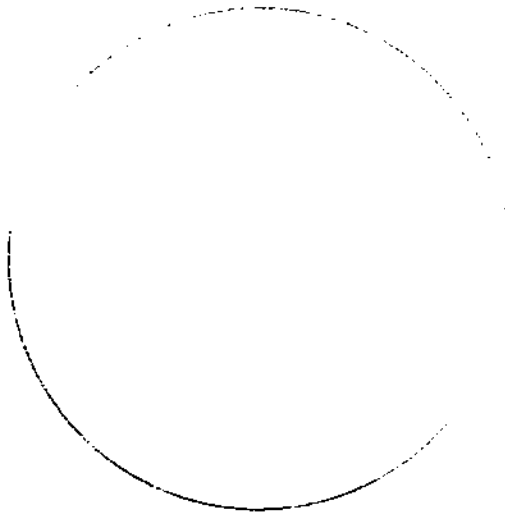


Without a plan to give generous gifts to family or charity.

Source of data: OppenheimFunds' Investing for Retirement survey, 11/04.

- Imagine some of the ways you can leave a lasting legacy. What would they include?

- Suppose you had \$1 million to bequeath upon your death. Using the pie chart below, show how you envision allocating this money



Before you and your financial advisor can begin crafting a plan that may allow you to afford the retirement of your dreams, you need to determine what your dream retirement looks like. Where will you live? Will you work? How much will you travel? What type of legacy will you leave?

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**Get
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Retirement Income Manager projects the likelihood of meeting a particular financial goal given a certain investment allocation across eight asset classes of mutual funds: Large Cap, Mid Cap, Small Cap, International, Real Estate, Commodities, Bond and Money Market. Asset allocations are determined based upon an investor's existing allocations, as well as according to his or her responses to a risk tolerance questionnaire. The client report generated by Retirement Income Manager shows portfolios by asset class represented by the associated index used in the simulations. Because it is not possible to buy an index, it is for the investor and his or her financial advisor to determine a portfolio of investments and how closely those investments should track the relative indices. Retirement Income Manager also allows advisors to compare current asset allocation with alternate asset allocation portfolios based upon OppenheimerFunds Portfolio Builder™ Asset Allocation Models. This comparison is provided for the investor's consideration among the entire universe of possible investments.

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IMPORTANT: The projections or other information generated by OppenheimerFunds Retirement Income Manager™ regarding the likelihood of various investment outcomes are hypothetical in nature, do not reflect actual investment results, and are not guarantees of future results. Each scenario is randomly generated and as a result, the software's results will vary with each use and over time as markets change.

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The Right Way to Invest

EXHIBIT D

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CAN FORESIGHT BE 20/20?



OR:

*How to bring your clients'
retirement dreams into focus.*

Baby Boomers have big dreams for retirement.

But are those dreams grounded in reality?

At OppenheimerFunds, we can help you find out.

We've put together one of the most comprehensive retirement

income planning programs in the industry today.

It includes everything from our "Envision Your Retirement" workbook that helps facilitate

client discussions, to sophisticated retirement income planning software that

helps predict how close your clients will come to achieving the future they've envisioned—

and what steps are needed to bring them the rest of the way.

The attached workbook is just one of the valuable retirement income planning tools we offer.

To learn more, visit www.transition10.com.



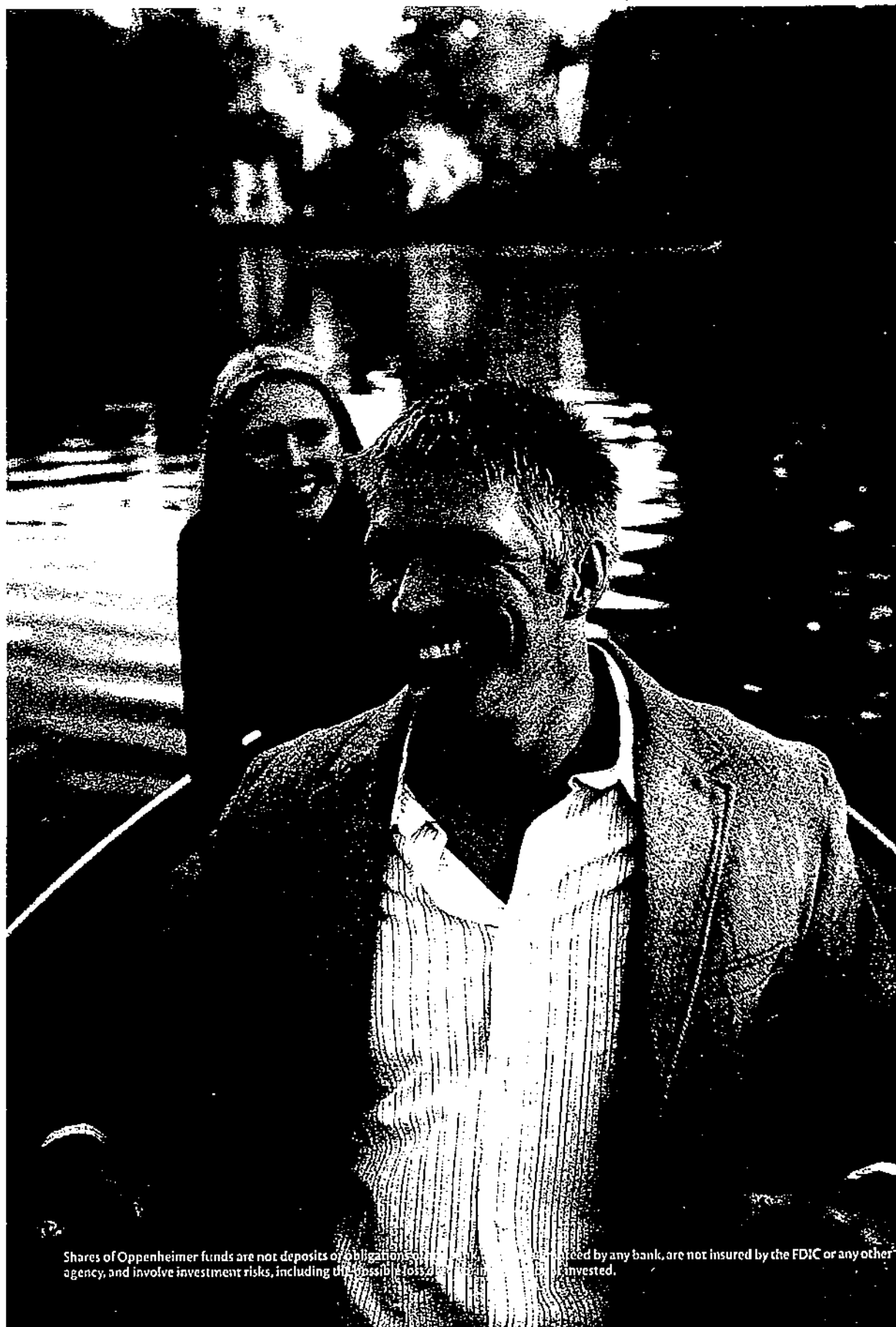
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Source: Retirement Research Center, Retirement Survey II, 2006



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How old do you think you'll be when you retire?	
What are three things you'd like to do during your first year of total freedom?	

- **Take some time to think about the activities you'd like to pursue when you retire. To help visualize your "ideal retirement," list them in the table below and guess how much you might spend on each activity (\$: low, \$\$: medium, \$\$\$: high). Complete the chart by prioritizing the activities in terms of their importance to you**

Activity	Cost (\$, \$\$, \$\$\$)	Importance (1-5)

A large majority of both non-retirees and retirees report that they either expect to live, or are currently living, a comfortable lifestyle in retirement.

Source of data: OppenheimerFunds' Investing for Retirement survey, 11/04.



Retirement Activities

Activity	Cost	Priority
	\$=low \$\$=medium \$\$\$=high	1=most important 10=least important

While more than half of retirees report retiring before age 60, less than one in seven non-retirees plan to retire before that age.

Source of data: OppenheimerFunds' Investing for Retirement survey, 11/04.

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Given the host of medical innovations, Americans are living longer lives. As a result, you'll want to consider how you'll maintain your health, as it can go a long way to having a happy and fulfilling retirement.

■ Describe how you feel about your current physical and mental health

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- **Think about the charities and causes that are important to you. Describe which ones you'd like to support with your time, talents and financial resources when you retire**

- **How would you like to be remembered by your family and friends?**

Those with a financial plan are more likely than those without a plan to give generous gifts to family or charity.

Source of data: OppenheimerFunds' Investing for Retirement survey, 11/04.



■ **Imagine some of the ways you can leave a lasting legacy. What would they include?**

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